

2550 Golf Road
Rolling Meadows, IL 60008

Telephone: 312/640-7000

EVANS / EVANS RAILCAR
PRODUCTS COMPANY LEASING COMPANY
DIVISION October 10, 1983

14059-B

Secretary
Interstate Commerce Commission
Washington, D.C.

RECORDATION NO. 14059-B
FILED 1425

OCT 12 1983 - 4 40 PM

3-2851071
No. OCT 12 1983
Date OCT 12 1983
Fee \$ 10.00
ICC Washington, D. C.

Dear Secretary:

INTERSTATE COMMERCE COMMISSION

Enclosed herewith for filing pursuant to 49 U.S.C. § 11303 and the rules and regulations promulgated thereunder, as amended, are eight fully-executed counterparts of that certain Supplement to Security Agreement dated as of September 19, 1983. The parties to the Supplement to Security Agreement are:

Debtor: Evans Railcar Leasing Company
The East Tower, Suite 1000
2550 Golf Road
Rolling Meadows, Illinois 60008

Secured Party: Continental Illinois National Bank
and Trust Company of Chicago
230 South LaSalle Street
Chicago, Illinois 60693

The enclosed Supplement to Security Agreement relates to that certain Security Agreement dated as of May 20, 1983 and recorded with the Interstate Commerce Commission on June 17, 1983 as ICC Recordation No. 14059. Accordingly, we request that the Supplement to Security Agreement be filed as a subfiling under that number.

Enclosed herewith is Rosenthal and Schanfield check No. 30470 in the amount of \$10 in payment of the applicable recording fees.

Since these documents are being delivered to you by hand we request that you stamp the counterpart of the Supplement to Security Agreement not required to be retained by you and return the same to the bearer hereof. If this is not possible, please it to: I. Walter Deitch, Esq., Rosenthal and Schanfield, Suite 4620, 55 East Monroe Street, Chicago, Illinois, 60603.

RECEIVED
OCT 12 12 32 PM '83
I.C.C.
FEE OPERATION BR.

IWD:meg
Encl.

RECEIVED

Very truly yours,

EVANS RAILCAR LEASING COMPANY

By:

Assistant Secretary

RECORDATION NO. 14059-B
OCT 12 1983 - 12 40 PM
INTERSTATE COMMERCE COMMISSION

SUPPLEMENT TO SECURITY AGREEMENT

This is a SUPPLEMENT, dated as of September 19, 1983, from EVANS RAILCAR LEASING COMPANY, an Illinois corporation (herein called the "Borrower"), to CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, as agent (herein called the "Agent").

W I T N E S S E T H:

WHEREAS, the Borrower and the Agent have entered into a Security Agreement, dated as of May 20, 1983 (herein, as amended or otherwise modified from time to time, called the "Security Agreement"), pursuant to which the Borrower has granted to the Agent for the Benefit of various banks (herein called the "Banks") a security interest in certain property of the Borrower (herein called the "Collateral");

WHEREAS, pursuant to the terms of the Security Agreement, the Borrower is required to execute and deliver this Supplement to the Security Agreement to the Agent;


NOW, THEREFORE, in consideration for all financial accommodations now or hereafter granted by the Agent or the Banks to the Borrower, the Borrower agrees as follows:

1. Schedule 1 to the Security Agreement is hereby amended by adding thereto the Equipment and Leases described on the Schedule hereto (the "Scheduled Collateral") in which Scheduled Collateral a security interest is hereby granted on the same terms and conditions as stated in Section 2.1 to the Security Agreement and which Scheduled Collateral is and shall be, effective as of the date hereof, Collateral under the Security Agreement and governed in all respects by the terms hereof.


2. This Supplement shall be governed by and construed in accordance with the internal laws of the State of Illinois.

IN WITNESS WHEREOF, this Supplement has been duly executed as of the date first above written.

EVANS RAILCAR LEASING COMPANY

By 
Vice President

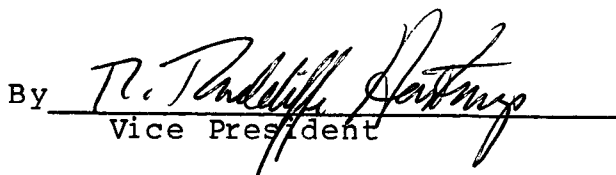
ATTEST:

By 
Assistant Secretary

[Seal]

ACCEPTED:

CONTINENTAL ILLINOIS NATIONAL
BANK AND TRUST COMPANY OF
CHICAGO

By 
Vice President

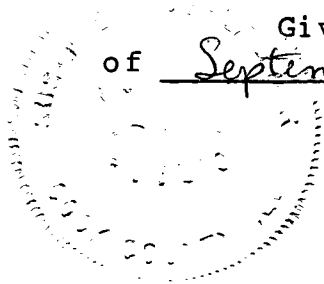
ATTEST:

By 
Operations Officer

STATE OF ILLINOIS)
) SS
COUNTY OF C O O K)

I, Susan E. Muehlefeld, a Notary Public in and for the County and State aforesaid, do hereby certify that Paul K. Reah and Thomas D. Schoenbeck, respectively, a Vice President and an Assistant Secretary of EVANS RAILCAR LEASING COMPANY, an Illinois corporation, who are personally known to me to be the same persons whose names are subscribed to the foregoing instrument as such officers of said corporation, respectively, appeared before me in person and acknowledged that they signed and delivered the said instrument as their own free and voluntary act and as the free and voluntary act of said corporation for the uses and purposes therein set forth, and the said Assistant Secretary of said corporation then and there acknowledged that he, as custodian of the corporate seal of said corporation, did affix such corporate seal to said instrument as his own free and voluntary act and as the free and voluntary act of said corporation for the uses and purposes therein set forth.

Given under my hand and notarial seal this 21st day of September, 1983.



Susan E. Muehlefeld
Notary Public

STATE OF ILLINOIS)
) SS
COUNTY OF C O O K)

I, Denise H. Greenan, a Notary Public in and for the County and State aforesaid, do hereby certify that R. Radcliffe Hastings, a Vice President of CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO ("Bank"), a national banking association, and Michael Goldsmith, an Operations Officer of said Bank, personally known to me to be the same persons whose names are subscribed to the foregoing instrument as such Vice President and Operations Officer, respectively, appeared before me in person and acknowledged that they signed and delivered the said instrument as their own free and voluntary acts, and as the free

and voluntary act of said Bank, for the uses and purposes therein set forth; and the said Operations Officer did also then and there acknowledge that he, as custodian for the corporate seal of said Bank, did affix the said instrument as his own free and voluntary act, and as the free and voluntary act of said Bank, for the uses and purposes therein set forth.

Given under my hand and notarial seal this 5 day of October, 1983.

Alenise H. Greenon
Notary Public

My Commission Expires Jan. 12th, 1987

DESCRIPTION OF EQUIPMENT AND LEASESSCHEDULE A

<u>TYPE OF CAR</u>	<u>QUANTITY</u>	<u>LESSEE</u>	<u>MASTER LEASE DATE</u>	<u>SCHEDULE NO.</u>	<u>SCHEDULE DATE</u>	<u>TERM (YEARS)</u>	<u>CAR NUMBERS (BOTH INCLUSIVE)</u>
70-ton roller bearing box cars w/10' sliding doors and Hydra- Cushion underframes	94	Boston and Maine Corporation	7/1/68	N/A	N/A	15	BM 900-999*
70-ton roller bearing box cars w/10' sliding doors and Hydra- Cushion underframes and DF equipment	54	Boston and Maine Corporation	9/25/68	N/A	N/A	15	BM 800-857**

* Excluding BM 903, 915, 925, 965, 972 and 988

** Excluding BM 800, 824, 826 and 831